

# **EXHIBIT A**

COPY

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF NEW YORK

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SYNCA DIRECT, INC.,

Plaintiff,

-versus-

06-CV-1263

(ORDER TO SHOW CAUSE)

MULTIMEDIA DENTAL SYSTEMS, INC.,

Defendant.  
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TRANSCRIPT OF PROCEEDINGS held in and for the  
United States District Court, Northern District of New York,  
at the James T. Foley United States Courthouse, 445 Broadway,  
Albany, New York 12207, on THURSDAY, JANUARY 25, 2007, before  
the HON. LAWRENCE E. KAHN, United States District Court Judge.

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APPEARANCES:

FOR THE PLAINTIFF:

HARRIS, BEACH LAW FIRM

BY: MARK J. MCCARTHY, ESQ.

FOR THE DEFENDANT:

HOLLAND & KNIGHT LAW FIRM

BY: JAMES V. MARKS, ESQ.

-and-

EDWARD J. NAUGHTON, ESQ.

1 (Court commenced at 10:05 AM.)

2 THE CLERK: Thursday, January 25, 2007. The  
3 case is 8:06-CV-1263. The case name is Synca Direct versus  
4 Multimedia Dental Systems, Inc. May we have appearances for  
5 the record?

6 MR. MCCARTHY: Mark McCarthy, Harris, Beach,  
7 Albany, for the plaintiffs, Synca Direct, Inc.

8 MR. MARKS: James Marks, from Holland,  
9 Knight, in New York City. With me is my partner, Edward  
10 Naughton, from Holland, Knight, Boston office.

11 THE COURT: Right. I have an order here to  
12 admit pro hac vice Mr. Naughton, who is here. I don't think  
13 we can do Mr. -- how do you pronounce it, Digel?

14 MR. MARKS: Yes.

15 THE COURT: He is not here?

16 MR. MARKS: No.

17 THE COURT: I think you have to be in the  
18 courtroom for me to do that, unless you feel otherwise.  
19 That's the way I understand it.

20 MR. MARKS: Your Honor, we actually have  
21 filed pro hac vice papers, it just wasn't 10 days before  
22 this hearing. I understood, under the rules, we could  
23 submit papers.

24 THE COURT: And you don't have to be in the  
25 courtroom? Mr. Snyder, is that right?

1 (Discussion held off the record.)

2 THE COURT: I will waive it.

3 MR. MARKS: Thank you, your Honor.

4 THE COURT: We will waive it in this case for  
5 good cause shown.

6 I guess, although plaintiff, Mr. McCarthy's  
7 client, I think you brought an injunction thereafter, so  
8 let's start with you. We have at least a half hour to  
9 listen here, there is a lot of submissions to go over. I  
10 don't expect to decide this from the bench, but let's hear  
11 the highlights of your argument.

12 MR. MCCARTHY: If I may, your Honor, I might  
13 be able to short-circuit the process a little bit.

14 THE COURT: We like that.

15 MR. MCCARTHY: In sum, we recognize that on  
16 the papers we have been able to submit to the Court at this  
17 juncture, I believe that an injunction -- Temporary  
18 Restraining Order preliminarily is warranted. My client  
19 firmly believes that we will be able to present to the  
20 Court, in the future, evidence to ask the Court to  
21 re-examine any kind of an injunction. But, at this point, I  
22 wouldn't want to, frankly, waste the Court's time with  
23 extensive presentation of the plaintiff's case. The papers  
24 presented to the Court at the present time, we acknowledge  
25 that the relief is most likely warranted, with the

1 understanding that we do intend to come back to the Court,  
2 sooner hopefully, as opposed to later, with additional  
3 information that can only be obtained from certain witnesses  
4 who are in Europe. We're working right now as to whether we  
5 are going to present that by affidavit or possibly we might  
6 be able to get these witnesses to come to the United States  
7 to be deposed.

8 THE COURT: Okay. I don't think you would  
9 object to that, am I right?

10 MR. NAUGHTON: No, your Honor, I won't, we  
11 don't.

12 THE COURT: All right. So, maybe you can  
13 consent or stipulate to an order that you can submit, but in  
14 it, and I will let you each discuss it while you're here, to  
15 frame it the way you both want, which leaves the opportunity  
16 to the plaintiff, which you always have your rights reserved  
17 anyways, to come back to the court and, as you put it, to  
18 re-examine the papers that might warrant a change in the  
19 status of the situation. However you guys want to word it,  
20 I will sign such an order. And also, there's also the  
21 opportunity to produce witnesses, as you say, from Europe.  
22 You may -- you come from where?

23 MR. NAUGHTON: Boston, your Honor.

24 THE COURT: I heard that. And your partner  
25 is from --

1 MR. MARKS: New York City.

2 THE COURT: New York City. I have a big  
3 conference room, it's easier to talk in there, it's the end  
4 of where I am, you have a private room and you can work  
5 everything out. I will be at the other end. I have an  
6 appointment in an hour, but I will be back at the end of the  
7 day or in the afternoon, if you want to use that room, see  
8 if you can work somethin' out and I will be there, too,  
9 okay?

10 MR. NAUGHTON: Appreciate it.

11 THE COURT: Very good.

12 MR. MCCARTHY: Thank you, your Honor.

13 (This matter adjourned at 10:10 AM.)

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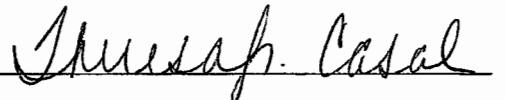
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CERTIFICATION:

I, THERESA J. CASAL, RPR, CRR, Official Court Reporter in and for the United States District Court, Northern District of New York, do hereby certify that I attended at the time and place set forth in the heading hereof; that I did make a stenographic record of the proceedings held in this matter and cause the same to be transcribed; that the foregoing is a true and correct transcript of the same and the whole thereof.



THERESA J. CASAL, RPR, CRR

Official Court Reporter

DATE: 5/1/07